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practically certain that the vessel would have been captured it cannot be doubted that the return would have been justified. See *Mitsui v. Watts*, (1916) 2 K. B. 626.

The mere fact that the cargo and the ship, were not both exposed to the danger does not alter the rule, for the master is under the same duty to protect his ship as the cargo. *The Teutonia*, L. R. 4 P. C. 171. As the agent of all concerned, he is still bound to a prudent regard for the interest of the cargo and must endeavor to hold the balance evenly between ship and cargo when their interests conflict. *The Kronprinzessin Cecile*, 228 Fed. 946; *The Styria*, *supra*. Those who have committed their interests to him must be presumed to have done so with knowledge of the fact that such is the master's duty. *The Teutonia*, *supra*. The consignee of the cargo cannot expect a foreign master to run greater risks than he himself would in respect to goods of his own country. *The San Rowan*, L. R. 5 P. C. 301.

As the master was not bound to deliver the gold in England at the cost of capture of the ship, he had a right to take reasonable precaution to avoid capture; and it would seem that the joint decision of the owners and the master that the ship should return was an exercise of reasonable precaution.

CONSTITUTIONAL LAW—POLICE POWER—REGULATING THE HOURS OF LABOR.—The plaintiff in error was indicted under a state statute, which provided that it would be unlawful to employ any person in any mill, factory or manufacturing establishment for more than ten hours a day, with a proviso that employees might work as much as three hours overtime at rate of time and one-half of the regular wage. It was contended that this statute was an unreasonable wage law, and hence not a valid exercise of police power. *Held*, statute constitutional. *Bunting v. Oregon*, 37 Sup. Ct. 435. See NOTES, p. 55.

CORPORATIONS—LEGAL ENTITY THEORY—EFFECT OF WAR.—The plaintiff was a corporation chartered in New Jersey. Of the fifty shares constituting the capital stock, forty-seven were owned by Germans, residing in Germany, and the remaining three shares were owned by two Americans and an Austrian. The management of the corporation was by the Austrian. The board of directors was composed of the two Americans, the Austrian, and a German, residing in Germany. After war was declared, an action was brought against the defendant, and the defense was raised that the plaintiff was an alien enemy. *Held*, the plaintiff is not an alien enemy, and the suit will not be suspended. *Fritz Schulz, Jr., Co. v. Raimes & Co.*, 166 N. Y. Supp. 567. See NOTES, p. 63.

CORPORATIONS—RIGHT OF STOCKHOLDERS TO INSPECT BOOKS—ABUSE OF RIGHT.—A petition was filed by the State of Delaware, on the relation of a stockholder to compel the production of the books of the defendant corporation. From the inspection of the books the stockholder desired to secure information as to the value of the stock

owned by him, which was attached in another proceeding, and to secure bail in that proceeding. The defendant showed that it was also the stockholder's purpose to gather material for bringing annoying suits against the corporation, so that the members of the corporation would buy his shares of stock at a price agreeable to him. *Held*, mandamus refused. *State ex rel. Linihan v. United Brokerage Co.* (Del.), 101 Atl. 433.

It is a general rule of corporation law that stockholders have the right to inspect the corporate books and records for proper purposes and at proper times, since they are the common property of all the stockholders. *Commonwealth v. Phoenix Iron Co.*, 105 Pa. St. 111; *Re Steinway*, 159 N. Y. 250, 45 L. R. A. 461. Although a corporation is a legal entity, a stockholder has property therein and is entitled to see that his property is well managed. *Cockburn v. Union Bank*, 13 La. Ann. 289. But the right will be denied when it is demanded for an improper purpose. *People v. Lake Shore, etc., R. Co.*, 11 Hun. (N. Y.) 1. Sound discretion should be exercised to determine whether the stockholder has a reasonable and proper purpose. *Varney v. Baker*, 194 Mass. 239, 80 N. E. 524. Thus it has been held that even a director of a corporation has no right to examine its letter files for the purpose of gathering information for a new and rival corporation, in which he is interested. *Hemingway v. Hemingway*, 58 Conn. 443, 19 Atl. 766. The interests of the other stockholders must not be overlooked, so it has been held that the right of inspection will be refused if the purpose of the petitioning stockholder is to destroy the corporation. *In re Coats*, 73 App. Div. 176, 76 N. Y. Supp. 730.

The fact that the petitioner is on bad terms with the officers of the corporation is no ground for refusing the right of inspection. *Huyler v. Cragin Cattle Co.*, 40 N. J. Eq. 392, 2 Atl. 274. Nor is the mere fact that the stockholder also owns stock in a rival corporation grounds for refusal of the right, if his purpose is reasonable. *Furst v. Rawleigh*, 154 Ill. App. 522; *Hodder v. George Hogg Co.*, 223 Pa. 196, 72 Atl. 553.

There are statutes in some States granting this right absolutely to a stockholder. It is generally held under these statutes that a bona fide stockholder may inspect the books of the corporation regardless of his motive. *Kimball v. Dern*, 39 Utah 184, 116 Pac. 28.

CORPORATION—SERVICE OF PROCESS ON FOREIGN CORPORATION—RESIDENT DIRECTOR.—The plaintiff in error was a corporation chartered in Ohio, and carried on its principal business there. In 1901, it entered into certain transactions by which it assumed the obligation to pay in New York certain bonds with coupons annexed thereto. About five years later, default having been made, suit was brought in New York against the corporation, and service of process was made on a director and the vice-president, who resided in New York. The above transaction was the only business done by the plaintiff in New York. *Held*, service of process invalid. *Toledo Railways & Light Co. v. Hill*, 37 Sup. Ct. 591. See NOTES, p. 59.

FALSE IMPRISONMENT—ARREST WITHOUT WARRANT—JUSTIFICATION OF PRIVATE CITIZEN.—The plaintiff was arrested without a warrant by two